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海通证券股份有限公司
HAITONG SECURITIES CO., LTD.*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6837)

UPDATE ANNOUNCEMENT ON APPOINTMENT OF JOINT COMPANY SECRETARY

Reference is made to the announcement (the “**Announcement**”) of Haitong Securities Co., Ltd. (the “**Company**”) dated 29 March 2017 in relation to the change of the secretary to the Board, a joint company secretary, a joint authorized representative of the Company (for the purpose of Rule 3.05 of the Hong Kong Listing Rules), as well as the authorized person who receives the password of the e-Submission system of the Hong Kong Stock Exchange and for subsequent registration matters. As previously disclosed, the appointment of Mr. Jiang Chengjun (“**Mr. Jiang**”) as a secretary to the Board, a joint authorized representative of the Company (for the purpose of Rule 3.05 of the Hong Kong Listing Rules), as well as the authorized person who receives the password of the e-Submission system of the Hong Kong Stock Exchange and for subsequent registration matters has become effective since 29 March 2017. The appointment of Mr. Jiang as the joint company secretary of the Company shall be subject to the approval granted by the Hong Kong Stock Exchange in respect of a waiver from strict compliance with Rules 3.28 and 8.17 of the Hong Kong Listing Rules. Unless otherwise stated, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

Pursuant to Rule 8.17 of the Hong Kong Listing Rules, a listed issuer must appoint a company secretary who satisfies Rule 3.28 of the Hong Kong Listing Rules. Rule 3.28 of the Hong Kong Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Hong Kong Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Mr. Jiang currently does not possess the qualifications of company secretary as required under Rule 3.28 of the Hong Kong Listing Rules. The Company has applied, and the Hong Kong Stock Exchange, on 5 April 2017, has granted, a waiver (the “**Waiver**”) from strict compliance with Rules 3.28 and 8.17 of the Hong Kong Listing Rules with respect to the appointment of Mr. Jiang as a joint company secretary of the Company for a period of three years from the date of his appointment (the “**Waiver Period**”) on condition that the Company engages Ms. Wong Wai Ling (“**Ms. Wong**”), the other joint company secretary of the Company who is able to fully comply with the requirements set out under Note 1 to Rule 3.28 of the Hong Kong Listing Rules, to assist Mr. Jiang and enable him to acquire the relevant experience to discharge the functions of a company secretary during the Waiver Period as required under Note 2 to Rule 3.28 of the Hong Kong Listing Rules. The Waiver will be revoked immediately if Ms. Wong ceases to provide assistance to Mr. Jiang. The Hong Kong Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

Upon expiry of the Waiver Period, the Company will notify the Hong Kong Stock Exchange to re-visit the situation. The qualifications and experience of Mr. Jiang will be further evaluated by the Company. The Company will then endeavour to demonstrate to the Hong Kong Stock Exchange's satisfaction that Mr. Jiang, having had the benefit of Ms. Wong's assistance, has acquired "relevant experience" within the meaning of Note 2 to Rule 3.28 of the Hong Kong Listing Rules such that a further waiver will not be necessary.

By order of the Board
Haitong Securities Co., Ltd.
ZHOU Jie
Chairman

Shanghai, the PRC
6 April 2017

As at the date of this announcement, our executive directors are Mr. ZHOU Jie and Mr. QU Qiuping; our non-executive directors are Ms. YU Liping, Mr. CHEN Bin, Mr. XU Jianguo, Mr. WANG Hongxiang, Ms. ZHANG Xinmei and Mr. SHEN Tiedong; and our independent non-executive directors are Mr. LIU Cheeming, Mr. XIAO Suining, Dr. Lam Lee G., Mr. ZHANG Ming and Mr. FENG Lun.

* *For identification purpose only*